

C. GRANVILLE WYCHE
ALFRED F. BURGESS
C. THOMAS WYCHE
DAVID L. FREEMAN
JAMES C. PARHAM, JR.
JAMES M. SHOEMAKER, JR.
WILLIAM W. KEHL
CHARLES W. WOFFORD
LARRY D. ESTRIDGE
D. ALLEN GRUMBINE
CARY H. HALL, JR.
CARL F. MULLER
HENRY L. PARR, JR.

WYCHE, BURGESS, FREEMAN & PARHAM
RECORDATION NO. 11622 Filed 1425
APR 1-1980-9 35 AM
GREENVILLE, SOUTH CAROLINA 29603
ATTORNEYS AT LAW

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 11622 Filed 1425

March 25, 1980

APR 1-1980-9 35 AM

Mrs. Lee
INTERSTATE COMMERCE COMMISSION
Interstate Commerce Commission
Constitution Avenue at 12th St., N.W.
Washington, D. C. 20023

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INTERSTATE COMMERCE COMMISSION

POST OFFICE BOX 10207
44 EAST CAMPERDOWN WAY
CABLE ADDRESS: JURAL
TELEPHONE 803-242-3131

0-092A012

APR 1 1980

100.60

INTERSTATE COMMERCE COMMISSION
Washington, D. C.

Dear Mrs. Lee:

Please find enclosed for filing with the Interstate Commerce Commission the following documents:

1. Security Agreement dated as of March 3, 1978 by Peninsula Terminal Company in favor of Pickens Railroad Company;
2. Amendment to the aforementioned Security Agreement dated as of September 1, 1978;
3. Lease Agreement made as of March 17, 1978 between Pickens Railroad Company as Lessor and Peninsula Terminal Company as Lessee;
4. Amendment dated as of September 1, 1978 to the aforementioned Lease.

Name the (the 9590) series of recording numbers. However, both were subsequently removed from the records of the Interstate Commerce Commission by a Filing Removal Instrument made as of August 30, 1978.
The Security Agreement and the Lease previously had been filed with the Interstate Commerce Commission on July 21, 1978 and assigned

At this time we wish to refile the Security Agreement and the Lease, and to file for the first time the Amendments to these documents.

Please find enclosed our check in the amount of \$100.00 cover the cost of filing these four documents. The address of Pickens Railroad Company is 1100 Centre Square, 1500 Market Street, Philadelphia, Pennsylvania. The address of Peninsula Terminal Company is 1100 Centre Square, 1500 Market Street, Philadelphia, Pennsylvania. Also, please find enclosed two copies of each of the aforementioned documents. Please stamp them with the new recording information and return them to me.

Very truly yours,

Carl F. Muller
Carl F. Muller

Interstate Commerce Commission
Washington, D.C. 20423

4/2/80

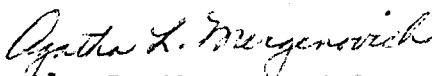
OFFICE OF THE SECRETARY

Carl F. Muller
Wyche, Burgess, Freeman & Parham
P.O. Box 10207
44 East Camperdown Way
Greenville, S.C. 29603

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/1/80 at 9:35am , and assigned re-recording number(s). 11622, 11622-A, 11622-B, 11622-C

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

RECORDATION No. 1622
APR 1 - 1980 - 9 35 AM
INTERSTATE COMMERCE COMMISSION
AMENDMENT TO
SECURITY AGREEMENT

WHEREAS, Peninsula Terminal Company, (Peninsula), an Oregon corporation, has executed a Security Agreement dated as of March 3, 1978 in favor of Pickens Railroad Company (Pickens), a South Carolina corporation; and

WHEREAS, by that Security Agreement, Peninsula granted to Pickens a security interest in five hundred (500) Type XM railroad boxcars leased by Pickens to Peninsula under Lease Agreement dated as of March 17, 1978; and

WHEREAS, that Lease Agreement has been amended as of September 1, 1978 to include one hundred (100) additional Type XM railroad boxcars; and

WHEREAS, as part of the inducement to Pickens to execute the Lease Amendment, Peninsula has agreed to include the additional railroad boxcars under the terms of the Security Agreement;

NOW THEREFORE, in consideration of the premises and One Dollar (\$1.00) paid by Pickens to Peninsula, Peninsula hereby amends Exhibit A of the Security Agreement dated as of March 3, 1978 to include one hundred (100) additional seventy-ton, fifty foot, six inch Type XM railroad boxcar, bearing recording numbers and marks PT 200100 - PT 200199 (both inclusive) so that revised Exhibit A shall read as follows:

Exhibit A

DESCRIPTION OF CAR:	Seventy-ton, 50 foot, six inch XM Boxcar
NUMBER OF CARS:	Six Hundred (600)
REPORTING NUMBERS AND MARKS:	PT 200000 - PT 200199 (both inclusive) PT 201000 - PT 201099 "

REPORTING NUMBERS AND MARKS:

PT 204000 - PT 204099 both
inclusive
PT 205000 - PT 205099 "
PT 206000 - PT 206099 "

IN WITNESS WHEREOF, Peninsula, as Debtor, has executed this instrument this 1st day of September, 1978.

ATTEST:

Helen A. Abernathy

PENINSULA TERMINAL COMPANY

By: T. H. Hard

ATTEST:

Paul A. Childs

PICKENS RAILROAD COMPANY

By: [Signature]

OREGON
STATE OF ~~KENTUCKY~~)
MULTNOMAH
COUNTY OF ~~COOK~~)

On this 1st day of September, 1978, before me personally appeared T. H. Hard, to me personally known, who, being by me duly sworn, says that he is President of Peninsula Terminal Company and Helen Abernathy, to me personally known to be an officer of said corporation; that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sta Celoria

Notary Public

My Commission Expires: 2-16-82

STATE OF SOUTH CAROLINA)
PICKENS
COUNTY OF ~~XXXXXXXXXX~~)

On this 1st day of September, 1978, before me personally appeared Donald K. Gooding, to me personally known, who, being by me duly sworn, says that he is Vice President of Pickens Railroad Company and [Signature] to me personally known to be the Secretary of said corporation; that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Carl Friedrich Muller
Notary Public

My Commission Expires: 8/11/88